



Honorable Mike K. Nakagawa
United States Bankruptcy Judge



Entered on Docket
February 16, 2023

BRETT A. AXELROD, ESQ.
Nevada Bar No. 5859
NICHOLAS A. KOFFROTH, ESQ.
Nevada Bar No. 16264
ZACHARY T. WILLIAMS, ESQ.
Nevada Bar No. 16023
FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
Telephone: (702) 262-6899
Facsimile: (702) 597-5503
Email: baxelrod@foxrothschild.com
nkoffroth@foxrothschild.com
zwilliams@foxrothschild.com
[Proposed] Counsel for Debtor

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re

CASH CLOUD, INC.,
dba COIN CLOUD,

Debtor.

Case No. BK-23-10423-mkn

Chapter 11

**INTERIM ORDER GRANTING
DEBTOR'S EMERGENCY MOTION
(I) AUTHORIZING DEBTOR TO PAY
PREPETITION VENDOR LIABILITIES
AND (II) AUTHORIZING AND
DIRECTING FINANCIAL
INSTITUTIONS TO RECEIVE,
PROCESS, HONOR AND PAY ALL
CHECKS ISSUED RELATING TO
VENDOR LIABILITIES**

Hearing Date: February 10, 2023
Hearing Time: 2:00 p.m.

FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
(702) 262-6899
(702) 597-5503 (fax)

Upon the motion (the “Motion”)¹ of the above-captioned debtor and debtor in possession (“Debtor”) for entry of an interim order (the “Interim Order”) (i) *Authorizing Debtor To Pay Prepetition Vendor Liabilities And (ii) Authorizing And Directing Financial Institutions To Receive, Process, Honor And Pay All Checks Issued Relating To Vendor Liabilities*; and the Court having found that the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this Chapter 11 Case and the Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Motion is in the best interests Debtor’s estate, its creditors, and other parties in interest; and the Court having found that Debtor provided appropriate notice of the Motion and the opportunity for a hearing on the Motion under the circumstances; and the Court having found that no other or further notice need be provided; and the Court having reviewed the Motion and the supporting Omnibus Declaration, having heard the statements in support of the relief requested therein at a hearing before the Court (the “Hearing”) and having considered the entire record before the Court; and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that:

1. The Motion is GRANTED on an interim basis as set forth herein.
2. The final hearing (the “Final Hearing”) on the Motion shall be held on March 17, 2023, at 9:30 a.m., prevailing Pacific Time. Any objections or responses to entry of a final order on the Motion shall be filed on or before March 3, 2023, and shall be served on: (a) proposed counsel to the Debtor (Brett A. Axelrod, Fox Rothschild LLP, 1980 Festival Plaza Drive, Suite 700, Las Vegas, Nevada 89135, baxelrod@foxrothschild.com, nkoffroth@foxrothschild.com, zwilliams@foxrothschild.com); (b) the Office of the United States Trustee for the District of Nevada (United States Trustee’s Office Region 17, 300 Las Vegas Boulevard South Suite 4300 Las Vegas,

¹ Unless otherwise defined herein, all capitalized terms have the definitions set forth in the Motion.

NV 89101); (c) the entities listed on the List of Creditors Holding the 20 Largest Unsecured Claims, filed pursuant to Bankruptcy Rule 1007(d); and (d) all parties who have requested notice pursuant to Bankruptcy Rule 2002. Any replies shall be filed on or before March 10, 2023. In the event no objections to entry of the Final Order on the Motion are timely received, this Court may enter such Final Order without need for the Final Hearing.

3. Debtor is hereby authorized, but not directed, to pay its prepetition Vendor Liabilities (as the term is defined in the Motion), subject to a total limit of \$700,000.00 (the “Interim Payment Limit”), prior to the Final Hearing on the Motion.

4. Debtor is hereby authorized to pay Brink’s U.S. (“Brinks”), Debtor’s primary armored carrier and cash logistics provider, the sum of \$630,000.00 for past-due prepetition amounts outstanding, in exchange for continued provision of services. Brinks reserves all rights under its contract and agreement with the Debtor, including but not limited to, the right to receive additional prepetition payments in exchange for continued provision of services to Debtor, upon entry of a Final Order on the Motion, and the right to claim all prepetition amounts outstanding.

5. The banks and financial institutions at which Debtor maintains its accounts are authorized and directed, on an interim basis, to receive, process, honor and pay all such prepetition checks presented for payment, to the extent sufficient funds are on deposit in such accounts.

6. Debtor is authorized, on an interim basis, to issue replacement checks to the extent necessary to pay prepetition Vendor Liabilities.

7. Debtor is excepted from the operation of Bankruptcy Rule 6003(b).

8. Any stay pursuant to Bankruptcy Rule 6004(h) or otherwise is hereby waived, and this Order shall be effective immediately.

9. The Debtor shall attach copies of all bank statements to the relevant monthly operating reports during the pendency of this Chapter 11 Case.

10. This Court shall, and hereby does, retain jurisdiction with respect to all matters arising from or related to the implementation and interpretation of this Order.

IT IS SO ORDERED.

Respectfully submitted by:

FOX ROTHSCHILD LLP

By: /s/Brett A. Axelrod

BRETT A. AXELROD, ESQ.

Nevada Bar No. 5859

NICHOLAS A. KOFFROTH, ESQ.

Nevada Bar No. 16264

ZACHARY T. WILLIAMS, ESQ.

Nevada Bar No. 16023

1980 Festival Plaza Drive, Suite 700

Las Vegas, Nevada 89135

[Proposed] Counsel for Debtor

APPROVED:

OFFICE OF THE UNITED STATES TRUSTEE

By /s/Jared A. Day

Jared A. Day,

Trial Attorney for Tracy Hope Davis,

United States Trustee

Foley Federal Building

300 Las Vegas Boulevard South, Suite 4300

Las Vegas, Nevada 89101

APPROVED:

HIRSCHLER LAW

By /s/Brittany Falabella

Brittany Falabella,

2100 East Cary Street

Richmond, Virginia 23223-7078

BFalabella@hirschlerlaw.com

Attorney for Brink's U.S.

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

In accordance with Local Rule 9021, counsel submitting this document certifies as follows:

- ☐ The Court has waived the requirement of approval in LR 9021(b)(1).
- ☐ No party appeared at the hearing or filed an objection to the motion
- ☒ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated below:

Jared A. Day,
Trial Attorney
Office of the United States Trustee

APPROVED

Brittany Falabella
Attorney for Brink's U.S.

APPROVED

- ☐ I certify that this is a case under Chapter 7 or 13, that I has served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order.

#